



BURLINGTON NORTHERN RAILROAD 361

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2385
Docket No. SLSF 77645

FEDERAL EXPRESS

March 23, 1990

RECORDATION NO. 11567 FILED 1990

MAR 26 1990 -11 35 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road Numbers
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 11567-B on March 7, 1980.

The names and addresses of the parties to the transaction are:

Agent: American Bank of St. Louis
1731 South Broadway
St. Louis, Missouri 63104

Vendee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

Ms. Mildred R. Lee
March 23, 1990
Page 2

A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 11567-B, recorded on March 7, 1980).

Very truly yours,

A handwritten signature in cursive script that reads "Rebecca R. Martin".

Rebecca R. Martin
Legal Assistant

RRM/sd/100.43
Enclosures

VERIFICATION


RECORDATION NO. 11567-10 FILED 0025

MAR 26 1990 -11 55 AM

INTERSTATE COMMERCE COMMISSION

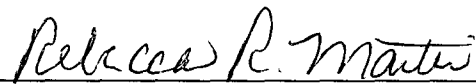
STATE OF TEXAS)
)
COUNTY OF TARRANT) ss.

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.

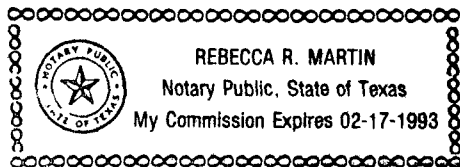


Francis T. Kelly

Subscribed and sworn to before me
this 23rd day of March, 1990.



Notary Public in and for
the State of Texas



RECORDATION NO. 11567-D FILED 1990
MAR 26 1990 - 11 35 AM
INTERSTATE COMMERCE COMMISSION

ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
CONDITIONAL SALE AGREEMENT AND
AGREEMENT AND ASSIGNMENT (No. 103)

Dated January 1, 1980

By and Between

MANUFACTURERS BANK AND TRUST COMPANY OF ST. LOUIS
(now AMERICAN BANK OF ST. LOUIS), Agent

and

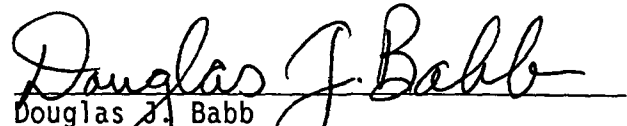
ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

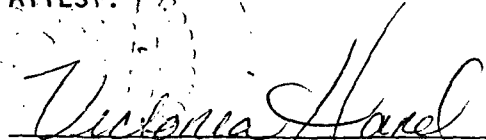
Pursuant to Article 7 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY


Douglas J. Babb
Vice President and General Counsel

ATTEST:)


Assistant Secretary

Previous SLSF Number

New BN Number

COVERED HOPPER CARS (33 Total)

78751	462501
78758	462508
78779	462529
78789	462539
78794	462544
78797	462547
78810	462560
78817	462567
78821	462571
78823	462573
78826	462576
78841	462591
78843	462593
78850	462600
78869	462619
78878	462628
78883	462633
78884	462634
78886	462636
78887	462637
78898	462648
78910	462660
78913	462663
78917	462667
78928	462678
78935	462685
78945	462695
78947	462697
78960	462710
78962	462712
78963	462713
78970	462720
78971	462721

STATE OF TEXAS)
) ss
COUNTY OF TARRANT)

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca R. Martin
Notary Public in and for the
State of Texas

